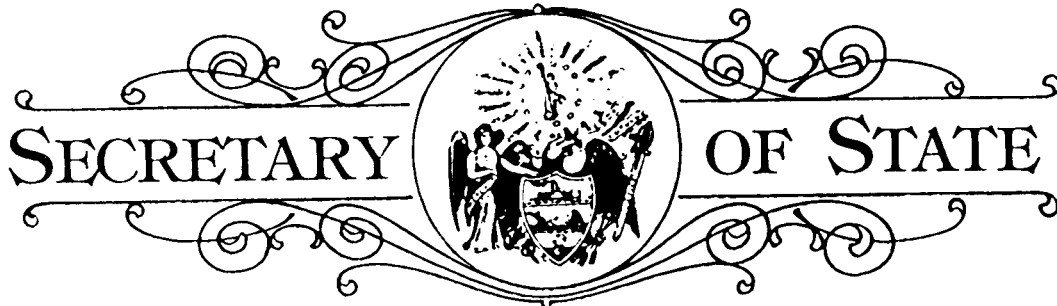


STATE OF ARKANSAS



PAUL RIVIERE, SECRETARY OF STATE

*To All to Whom These Presents Shall Come, Greeting
I, Paul Riviere, Secretary of State of the State of Arkansas, do
hereby certify that the following and hereto attached instrument of
writing is a true and perfect copy of*

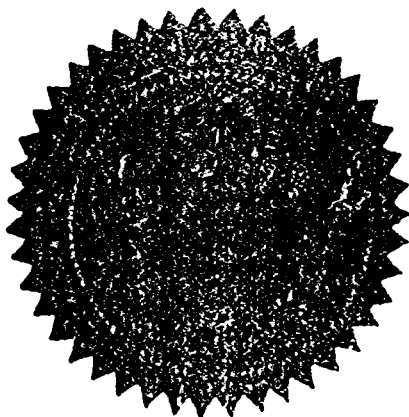
ARTICLES OF INCORPORATION

FOR

STEPHENS OVERSEAS SERVICES, INC.

Original Articles filed:
December 6, 1979

RECEIVED
DEPT. OF JUSTICE
CRIMINAL DIVISION
JAN - 4 P 1 04
INTERNAL SECURITY
SECTION
REGISTRATION UNIT



*In Testimony Whereof, I have hereunto
set my hand and affixed my official Seal.
Done at office in the City of Little Rock,
this 6th day of December 19 79*

PAUL RIVIERE

By Neena D. Jackson Secretary of State.
Deputy

ARTICLES OF INCORPORATION
OF
STEPHENS OVERSEAS SERVICES, INC.

The undersigned, a natural person over the age of twenty-one years, acting as incorporator of a corporation under the Arkansas Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of this corporation is:
Stephens Overseas Services, Inc.

SECOND: The period of its duration shall be perpetual.

THIRD: The purposes for which the corporation is organized are:

- (a) To provide financial and other advisory services for corporations engaged in international trade.
- (b) To engage in any lawful act or activity as permitted under the laws of the State of Arkansas.
- (c) To do each and every thing necessary, suitable or proper for the accomplishment of any purpose or for the attainment of any one or more objects which shall at any time appear conducive to or expedient for the protection or benefit of the corporation.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is Two Thousand (2,000) Shares, all of which shall be Common Stock having no par value.

FIFTH: The corporation will not commence business until at least \$300 has been received by it as consideration for the issuance of shares.

SIXTH: No shareholder shall have any preemptive right to acquire additional or treasury shares of the corporation.

SEVENTH: The internal affairs of the corporation shall be managed by a Board of Directors, which board shall have the power to make, adopt, alter, amend or repeal the by-laws of the corporation.

INTERNAL SECURITY
SECTION
REGISTRATION UNIT

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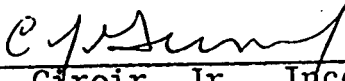
EIGHTH: The address of the initial registered office of the corporation is 720 West Third Street, Little Rock, Arkansas 72201, and the name of its initial registered agent at such address is C. J. Giroir, Jr.

NINTH: The number of directors constituting the initial Board of Directors is three (3), who will serve in such capacity until the first annual meeting of shareholders or until their successors shall be duly elected and qualified.

TENTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
C. J. Giroir, Jr.	720 West Third Street Little Rock, AR 72201

DATED, this 6th day of December, 1979.



C. J. Giroir, Jr., Incorporator